

**COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY**

Boston Gas Company d/b/a)	
KeySpan Energy Delivery New England)	
)	

D.T.E. 04-3

NOTICE OF WITHDRAWAL

Pursuant to 220 CMR. 1.04 (4) (a) Boston Gas Company d/b/a KeySpan Energy Delivery (“KeySpan” or the “Company”) hereby provides notice to the Department and the parties to this proceeding that it is withdrawing its petition.

On January 14, 2004 Boston Gas Company d/b/a KeySpan Energy Delivery New England ("KEDNE" or the “Company”) petitioned the Department of Telecommunications and Energy (the "Department"): (i) to qualify to do business within the Commonwealth of Massachusetts as a natural gas pipeline company, pursuant to G.L. c. 164, § 75B; and (ii) for the right to exercise the power of eminent domain under G.L. c. 79 to acquire an easement over certain property in Chelsea, Massachusetts, owned by the Mill Creek Condominium and the Mill Creek Condominium Trust (the “Property”), to construct a natural gas pipeline, pursuant to G.L. c. 164, § 75C.

On March 31, 2004 a public hearing was held. On April 7, 2004, the Mill Creek Development Corporation, owner of the development rights to the Property filed a petition to intervene in the proceeding, which petition was granted by the Department. An evidentiary hearing is scheduled for May 13, 2005.

KeySpan, The Property owners and the Property developer have now reached an agreement on the terms and conditions of a voluntary easement that

will allow KeySpan to construct its pipeline without need for the Department to issue an order of taking with regards to the Property. Accordingly, the parties do not desire to go forward with the hearing on May 13, 2005.

The Attorney for the intervenor, Mill Creek Development Corporation, does not object to the Company's Notice of Withdrawal.

WHEREFORE, the Company requests the Department allow the Company's Notice of Withdrawal.

Respectfully submitted,

KeySpan Energy Delivery New England
By its attorney,

Thomas P. O'Neill, Senior Counsel
52 Second Avenue
Waltham, MA 02451
(781) 466-5136 (telephone)
(781) 290-4965 (facsimile)

Dated: May 11, 2005